

DATE: 3/13/2023

TO: The Honorable Martin Glenn

FROM: Edward Morgan

SUBJECT: Case No. 22-10964 Celsius Network LLC ("Celsius") Safe Harbor and Ordinary Business Terms

Please consider safe harbor and ordinary business terms as defenses for retail customers for these proceedings.

For context, I am a retail customer of Celsius. My participation with Celsius was because of the opportunity to earn interest on certain cryptocurrencies. From my perspective, Celsius operated like a financial institution for retail customers. It was very similar to an on-line brokerage or bank. Some evidence for Celsius being a financial institution includes:

- Requirement for know your customer ("KYC") information to open your account, including a USA social security number
  - USA brokerages (and banks) require the same information.
  - This extra information implies the fiduciary responsibility of a financial institution.
- Monthly interest/reward statements
- 1099 MISC issued at the end of year for USA federal taxation purposes.

The point here is that retail customers of Celsius are creditors having the analogy with retail customers of a failed brokerage or bank, not a failed non-fiduciary business. Celsius retail customers are not the same as suppliers, vendors, or business partners. Suppliers, vendors, and business partners are easily identified by their corporate federal ID number (AB-CDEFGHI format) and/or demonstratable business contracts.

For clarity, retail customers like myself had no intention of being a supplier, vendor, or business partner. We just wanted to collect interest on cryptocurrency or take a loan like at a brokerage or bank. *The same protections should be afforded to Celsius retail customers as for the retail customers of a failed brokerage or bank.*

Thank You,

Edward Morgan